

1 I, Victoria Ryan, declare:

2 1. I have personal knowledge of the facts in this declaration. If called as a
3 witness I could and would testify to them.

4 2. I am a professional artist living in Eureka, California, in Humboldt
5 County. I sell my work commercially. I sell original pastel paintings, and also sell
6 high-quality, limited edition giclées of certain of my works through ArtBrokers, Inc.,
7 an art publisher and dealer in Sausalito, California.

8 3. A year or more ago I learned from a purchase order I saw from
9 ArtBrokers, Inc. that Kevin Barry, a Los Angeles art dealer, had purchased some of
10 my limited-edition giclées from ArtBrokers.

11 4. Last summer, Mr. Barry called me and told me he wanted large
12 quantities of offset prints of three of my giclées. He said the three giclées were *Early*
13 *Dawn*, *Promise* and *Awakening*. My giclées are sold through ArtBrokers, and I was
14 uncomfortable talking with Mr. Barry directly about any purchases of them. I told
15 him that I would not agree to sell them, and that he should talk to David Coyle, who
16 ran ArtBrokers, about any purchases of giclées carried by them. I was in Humboldt
17 County when Mr. Barry reached me for this and subsequent telephone calls, which
18 he knew.

19 5. In late January of this year, Mr. Barry called back. He again said he
20 wanted to make offset prints of my giclées. I again told him no, I did not want him to
21 make offset prints, and also told him that he needed to go through David Coyle
22 concerning giclées. Mr. Barry continued to press. He told me that he was working
23 with Hilton Hotels' Homewood Suites division, and that Hilton had already chosen
24 these particular pieces. They had made up their minds, and if I wanted to sell my
25 work for use by Hilton it had to be these particular pieces, or they would find
26 someone else.

27

6. Mr. Barry spoke as though the deal were already done, as though Hilton had already bought the prints. This led me to do a web search of Homewood Suites web pages. To my surprise, I found Homewood Suites web pages featuring my prints. I also found pages featuring the prints of two other artists whose work was sold through ArtBrokers, Brennie Brackett and Woodward Payne. Later, I noticed that some of the prints looked as though they had been slightly altered.

7. Mr. Barry called me again around the first week of February of this year. I confronted him about the images I had found. Mr. Barry then admitted slightly altering Brennie Brackett's and Woodward Payne's prints, and selling copies of them to Hilton. He insisted that he had not done so with my prints. He said, "I did it to Brennie and I did it to Woody, but I didn't do it to you." I said, "That's just wrong!" Mr. Barry said, "I know, I know it was wrong." He said, he "had no choice," his "back was against the wall." He said Hilton had already approved the project, and it would be very hard to get them to agree to different prints. He said the approval process was long. He said David Coyle and the other artists had refused to agree to sell him the prints. "It's business," he said.

I declare that the above is true under penalty of perjury under the laws of the State of California.

DATED: May 28, 2008

(See Attached Original)

Victoria Ryan

May 28 08 11:45a

Bruce Fletcher

1-707-443-8884

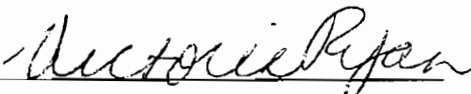
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